

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

CREIGHTON TAKATA, Individually  
and on behalf of all others similarly  
situated,

Plaintiff,

v.

RIOT BLOCKCHAIN, INC. F/K/A,  
BIOPTIX, INC., JOHN O'ROURKE,  
and JEFFREY G. MCGONEGAL,

Defendants.

Civil No. 3:18-CV-02293(FLW)(TJB)

ORAL ARGUMENT REQUESTED

MOTION DATE: July 1, 2019

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**DECLARATION OF THOMAS A. ZACCARO IN SUPPORT OF RIOT  
BLOCKCHAIN DEFENDANTS' MOTION TO DISMISS THE  
CONSOLIDATED CLASS ACTION COMPLAINT FOR VIOLATION OF  
THE FEDERAL SECURITIES LAWS**

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**RIOT BLOCKCHAIN, INC., JOHN O'ROURKE, MICHAEL BEEGHLEY, AND  
JEFFERY G. MCGONEGAL**

**DECLARATION OF THOMAS A. ZACCARO**

I, Thomas A. Zaccaro, declare and state as follows:

1. I am an attorney duly admitted to practice in the State of California and to appear before this Court *pro hac vice*. I am a partner in the firm of Paul Hastings LLP, counsel of record for Defendants Riot Blockchain (“Riot” or the “Company”), Michael Beeghley, John O’Rourke, and Jeffery G. McGonegal (collectively, the “Riot Blockchain Defendants”) in the above-captioned matters. I make this declaration in support of the Riot Blockchain Defendants’ Request for Judicial Notice, filed in support of their Motion to Dismiss the Consolidated Shareholder Class Action Complaint. I have personal knowledge of the facts stated herein and, if called upon to testify under oath, I could and would testify competently thereto.

2. Attached hereto as Exhibit “A” is a true and correct copy of Riot’s February 5, 2019 Press Release which was attached as Exhibit 99.1 to the Company’s February 11, 2019 Form 8-K filed before the Securities and Exchange Commission (“SEC”), as obtained by my office from the SEC’s publicly available EDGAR website at <https://www.sec.gov/Archives/edgar/data/1167419/000107997319000073/ex99x1.htm>.

3. Attached hereto as Exhibit “B” is a true and correct copy of Riot’s October 3, 2017 Press Release, as obtained by my office from Riot’s publicly available website at <https://www.riotblockchain.com/news-media/press-releases/detail/9/bioptix-announces-special-cash-dividend>.

4. Attached hereto as Exhibit “C” is a true and correct copy of Riot’s October 4, 2017 Press Release, which was attached as Exhibit 99.1 to the Company’s October 4, 2017 Form 8-K filed before the SEC, as obtained by my office from the SEC’s publicly available EDGAR website at <https://www.sec.gov/Archives/edgar/data/1167419/000107997317000569/ex99x1.htm>.

5. Attached hereto as Exhibit “D” is a true and correct copy of Riot’s November 1, 2017 Form 8-K filed before the SEC, as obtained by my office from the SEC’s publicly available EDGAR website at [https://www.sec.gov/Archives/edgar/data/1167419/000107997317000620/riot\\_8k.htm](https://www.sec.gov/Archives/edgar/data/1167419/000107997317000620/riot_8k.htm).

6. Attached hereto as Exhibit “E” is a true and correct copy of Riot’s November 16, 2017 Press Release, which was attached as Exhibit 99.1 to the Company’s November 16, 2017 Form 8-K filed before the SEC, as obtained by my office from the SEC’s publicly available EDGAR website at

<https://www.sec.gov/Archives/edgar/data/1167419/000107997317000682/ex99x1.htm>.

7. Attached hereto as Exhibit “F” is a true and correct copy of Riot’s December 11, 2017 Press Release, which was attached as Exhibit 99.1 to the Company’s December 12, 2017 Form 8-K filed before the SEC, as obtained by my office from the SEC’s publicly available EDGAR website at <https://www.sec.gov/Archives/edgar/data/1167419/000107997317000731/ex99x1.htm>.

8. Attached hereto as Exhibit “G” are relevant excerpts of a true and correct copy of Bioptix, Inc.’s Form S-3 (Amendment No. 3) filed on September 25, 2017, before the SEC, as obtained by my office from the SEC’s publicly available EDGAR website at [https://www.sec.gov/Archives/edgar/data/1167419/000107997317000555/bioptix\\_s3.htm](https://www.sec.gov/Archives/edgar/data/1167419/000107997317000555/bioptix_s3.htm).

9. Attached hereto as Exhibit “H” is a true and correct copy of Riot’s historical stock prices during the alleged Class Period, which were compiled and obtained by my office from Yahoo! Finance’s publicly available website at <https://finance.yahoo.com/quote/RIOT/>.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct and that this declaration is executed on the 18th day of March 2019, at Los Angeles, California.



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Thomas A. Zaccaro